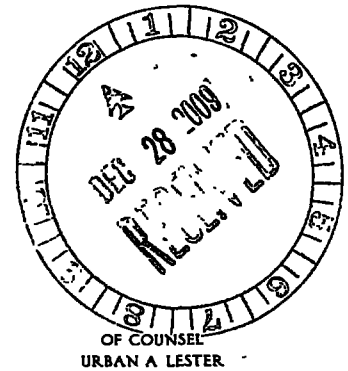


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ELIAS C ALVORD (1942)  
ELLSWORTH C ALVORD (1964)



December 23, 2009

Chief  
Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street, S.W.  
Washington, D.C. 20423

RECORDATION NO. 28135 FILED

DEC 23 '09 -10 30 AM

**SURFACE TRANSPORTATION BOARD**

Master Service Contract 8-6304, Rider 14

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease, dated as of December 21, 2009, a primary document as defined in the Board's Rules for the Recordation of Documents.

The name and address of the party to the enclosed document are:

Lessor:	American Railcar Leasing LLC 620 North Second Street St. Charles, Missouri 63301
[Lessee:	Canexus Chemicals Canada LP 801 7 Ave SW Calgary AB T2P 3P7 Canada]

Section Chief  
December 23, 2009  
Page 2

A description of the railroad equipment covered by the enclosed document is:

47 railcars within the series SHPX 240231 - SHPX 240326 as more particularly set forth in the attachment to the document.

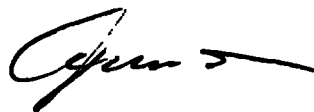
A short summary of the document to appear in the index is:

Memorandum of Lease.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Alvord', with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/sem  
Enclosures

## MEMORANDUM OF LEASE

This Memorandum of Lease is prepared and filed by American Railcar Leasing LLC, a Delaware limited liability company, on behalf of (i) itself as lessor and/or as assignee of ACF Industries, Incorporated, ACF Industries LLC, American Railcar Industries, Inc., and/or ACF Acceptance LLC as the sole member of various ACF Acceptance entities, and/or (ii) as manager for one or more of the following affiliated lessors: ARI First LLC, ARI Second LLC, ARI Third LLC and Shippers Third LLC, all with respect to Canexus Chemicals Canada LP, an Alberta, Canada Limited Partnership, ("Lessee").

American Railcar Leasing LLC (as assignor or lessor, herein, "Lessor") and Lessee have entered into that certain Master Service Contract ~~6~~-6304, rider 14, dated as of 11/2/06 (as amended, changed, assigned, modified and supplemented from time to time, together with any schedules and exhibits thereto, the "Lease"), pursuant to which Lessee leased the railcars listed on Schedule A attached hereto from Lessor on the terms and conditions set forth therein, and from time to time may lease other railcars bearing the reporting marks SHPX.

RECORDATION NO. 28135 FILED

DEC 23 '09 -10 30 AM

MINNESOTA TRANSPORTATION BOARD



# Schedule A

## Equipment

### Canexus Chemicals Canada LP

Contract 8-6304 rider 14

<u>Quantity</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Road Numbers</u>
	Tank	SHPX	240231
	Tank	SHPX	240232
	Tank	SHPX	240234
	Tank	SHPX	240235
	Tank	SHPX	240236
	Tank	SHPX	240237
	Tank	SHPX	240238
	Tank	SHPX	240239
	Tank	SHPX	240240
	Tank	SHPX	240241
	Tank	SHPX	240242
	Tank	SHPX	240243
	Tank	SHPX	240244
	Tank	SHPX	240245
	Tank	SHPX	240246
	Tank	SHPX	240247
	Tank	SHPX	240248
	Tank	SHPX	240249
	Tank	SHPX	240250
	Tank	SHPX	240251
	Tank	SHPX	240252
	Tank	SHPX	240253
	Tank	SHPX	240254
	Tank	SHPX	240255
	Tank	SHPX	240257
	Tank	SHPX	240258
	Tank	SHPX	240259
	Tank	SHPX	240260
	Tank	SHPX	240261
	Tank	SHPX	240262
	Tank	SHPX	240263
	Tank	SHPX	240264
	Tank	SHPX	240265

## Schedule A

### Equipment

#### Canexus Chemicals Canada LP

Contract 8-6304 rider 14

<u>Quantity</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Road Numbers</u>
	Tank	SHPX	240266
	Tank	SHPX	240267
	Tank	SHPX	240268
	Tank	SHPX	240269
	Tank	SHPX	240271
	Tank	SHPX	240272
	Tank	SHPX	240273
	Tank	SHPX	240274
	Tank	SHPX	240275
	Tank	SHPX	240276
	Tank	SHPX	240277
	Tank	SHPX	240278
	Tank	SHPX	240325
	Tank	SHPX	240326

47

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated:

12/23/09



Robert W Alvord